

Fill in this information to identify the case

Debtor name	<u>Axon Rig Concept & Design, LLC</u>
United States Bankruptcy Court for the:	<u>SOUTHERN DISTRICT OF TEXAS</u>
Case number (if known)	<u>17-32332</u>

Check if this is an amended filing

Official Form 206A/B**Schedule A/B: Assets -- Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

No. Go to Part 2.
 Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor		Current value of debtor's interest
2. Cash on hand		_____
3. Checking, savings, money market, or financial brokerage accounts (Identify all)		_____
Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number
3.1. Amegy Bank Axon Rig Concept & Design LLC Checking Account	Checking account	8 8 2 9 \$0.00
4. Other cash equivalents (Identify all)		
Name of institution (bank or brokerage firm)		
5. Total of Part 1		
Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.		\$0.00

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

No. Go to Part 3.
 Yes. Fill in the information below.

Debtor Axon Rig Concept & Design, LLC _____ Case number (if known) 17-32332 _____

Current value of
debtor's interest

7. **Deposits, Including security deposits and utility deposits**
Description, including name of holder of deposit

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

9. **Total of Part 2.**
Add lines 7 through 8. Copy the total to line 81. \$0.00

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

No. Go to Part 4.
 Yes. Fill in the information below.

11. Accounts receivable

11a. 90 days old or less:	<u>\$0.00</u>	-	<u>\$0.00</u>	= →	<u>\$0.00</u>
face amount	doubtful or uncollectible accounts				
11b. Over 90 days old:	<u>\$11,018.00</u>	-	<u>\$0.00</u>	= →	<u>\$11,018.00</u>
face amount	doubtful or uncollectible accounts				

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82. \$11,018.00

Part 4: Investments

13. Does the debtor own any investments?

No. Go to Part 5.
 Yes. Fill in the information below.

14. Mutual funds or publicly traded stocks not included in Part 1

Valuation method
used for current value

Current value of
debtor's interest

Name of fund or stock:

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

% of ownership:

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83. \$0.00

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

No. Go to Part 6.
 Yes. Fill in the information below.

Debtor	<u>Axon Rig Concept & Design, LLC</u>		Case number (if known)	<u>17-32332</u>
	Name			
	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value
19.	Raw materials	MM/DD/YYYY		Current value of debtor's interest
	Rig substructure (scrap) and other materials.		FMW	\$20,000.00
20.	Work in progress			
21.	Finished goods, including goods held for resale			
22.	Other inventory or supplies			
23.	Total of Part 5			\$20,000.00
	Add lines 19 through 22. Copy the total to line 84.			
24.	Is any of the property listed in Part 5 perishable?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
25.	Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____		
26.	Has any of the property listed in Part 5 been appraised by a professional within the last year?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming or fishing-related assets (other than titled motor vehicles and land)?

No. Go to Part 7.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
30. Farm machinery and equipment (Other than titled motor vehicles)			
31. Farm and fishing supplies, chemicals, and feed			
32. Other farming and fishing-related property not already listed in Part 6			
33. Total of Part 6.			\$0.00
	Add lines 28 through 32. Copy the total to line 85.		
34. Is the debtor a member of an agricultural cooperative?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Is any of the debtor's property stored at the cooperative? <input type="checkbox"/> No <input type="checkbox"/> Yes		
35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____		
36. Is a depreciation schedule available for any of the property listed in Part 6?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor Axon Rig Concept & Design, LLC _____ Case number (if known) 17-32332 _____
 Name _____

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

No
 Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

No. Go to Part 8.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	--	---	------------------------------------

39. Office furniture

40. Office fixtures

41. Office equipment, including all computer equipment and communication systems equipment and software

Software	\$40,488.00	FMW	\$0.00
----------	-------------	-----	--------

42. Collectibles *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

No
 Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

No
 Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

No. Go to Part 9.
 Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---	--	---	------------------------------------

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

48. Watercraft, trailers, motors, and related accessories *Examples:* Boats trailers, motors, floating homes, personal watercraft, and fishing vessels

49. Aircraft and accessories

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

No
 Yes

Debtor Axon Rig Concept & Design, LLC _____ Case number (if known) 17-32332 _____
 Name _____

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

No
 Yes

Part 9: Real property

54. Does the debtor own or lease any real property?

No. Go to Part 10.
 Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
--	--	---	---	------------------------------------

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

No
 Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

No
 Yes

Part 10: Intangibles and Intellectual Property

59. Does the debtor have any interests in intangibles or intellectual property?

No. Go to Part 11.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	---	---	------------------------------------

60. Patents, copyrights, trademarks, and trade secrets

61. Internet domain names and websites

62. Licenses, franchises, and royalties

63. Customer lists, mailing lists, or other compilations

64. Other intangibles, or intellectual property

Construction Drawings related to two drilling rigs.

FMV

Unknown

65. Goodwill

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

No
 Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

No
 Yes

Debtor Axon Rig Concept & Design, LLC _____ Case number (if known) 17-32332 _____
 Name _____

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

No
 Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

No. Go to Part 12.
 Yes. Fill in the information below.

71. Notes receivable

Description (include name of obligor)

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

Deferred Tax Asset (NOLs) \$766,843 _____ Tax year _____ **\$0.00** _____

73. Interests in insurance policies or annuities

74. Causes of action against third parties (whether or not a lawsuit has been filed)

75. Other contingent and unliquidated claims or causes of action of every nature,
 including counterclaims of the debtor and rights to set off claims

76. Trusts, equitable or future interests in property

77. Other property of any kind not already listed *Examples: Season tickets, country club membership*

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

_____ **\$0.00** _____

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

No
 Yes

Debtor Axon Rig Concept & Design, LLC _____ Case number (if known) 17-32332 _____
 Name _____

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	<u>\$0.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$11,018.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$20,000.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i> →		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>+\$0.00</u>	
91. Total. Add lines 80 through 90 for each column.	91a. <u>\$31,018.00</u>	91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		<u>\$31,018.00</u>

Fill in this information to identify the case:

Debtor name	<u>Axon Rig Concept & Design, LLC</u>
United States Bankruptcy Court for the:	<u>SOUTHERN DISTRICT OF TEXAS</u>
Case number (if known)	<u>17-32332</u>

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

<i>Column A</i> Amount of claim Do not deduct the value of collateral.	<i>Column B</i> Value of collateral that supports this claim
---	---

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$37,366,788.00

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332

Part 1: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

<i>Column A</i> Amount of claim Do not deduct the value of collateral.	<i>Column B</i> Value of collateral that supports this claim
---	---

2.1 Creditor's name Amegy Bank Describe debtor's property that is subject to a lien All assets of the Debtor. \$0.00 \$31,018.00

Creditor's mailing address
1100 Louisiana Describe the lien
All assets of the Debtor.

Houston TX 77002 Is the creditor an insider or related party?
 No
 Yes

Creditor's email address, if known

Date debt was incurred

Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

Last 4 digits of account

number

As of the petition filing date, the claim is:
Check all that apply.

Do multiple creditors have an interest in

the same property?

Contingent
 Unliquidated
 Disputed

No
 Yes. Specify each creditor, including this creditor, and its relative priority.

For Amegy Bank Axon Rig Concept & Design LLC Checking Account: 1)
Amegy Bank; 2) Cadence Bank; 3)
Wells Fargo Bank N.A.. For Accounts Receivable for Dam Lamothe to be paid by Oiltex Sol: 1)
Amegy Bank; 2) Cadence Bank; 3)
Wells Fargo Bank N.A.. For Rig substructure (scrap) and other materials.: 1) Amegy Bank; 2)
Cadence Bank; 3) Wells Fargo Bank N.A.. For Software: 1) Amegy Bank;
2) Cadence Bank; 3) Wells Fargo Bank N.A.. For Deferred Tax Asset (NOLs) \$766,843: 1) Amegy Bank; 2)
Cadence Bank; 3) Wells Fargo Bank N.A..

Priority and allocation of the secured debt between the Lenders (Amegy Bank, Cadence Bank and Wells Fargo Bank, N.A.) is uncertain.

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332

Part 1: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
--	--

2.2	Creditor's name <u>Cadence Bank</u>	Describe debtor's property that is subject to a lien	<u>\$0.00</u>	<u>\$31,018.00</u>
	Creditor's mailing address <u>1001 Fannin, Suite L-100</u>	All assets of the Debtor.		
		Describe the lien		
		All assets of the Debtor.		
		Is the creditor an insider or related party?		
	Houston TX 77002	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
	Creditor's email address, if known	Is anyone else liable on this claim?		
		<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
	Date debt was incurred	As of the petition filing date, the claim is:		
	Last 4 digits of account number	Check all that apply.		
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed		
	Do multiple creditors have an interest in the same property?			
	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority?			
		<input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority.		
		<input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u>2.1</u>		

Priority and allocation of the secured debt between the Lenders (Amegy Bank, Cadence Bank and Wells Fargo Bank, N.A.) is uncertain.

2.3	Creditor's name <u>Wells Fargo Bank N.A.</u>	Describe debtor's property that is subject to a lien	<u>\$37,366,788.00</u>	<u>\$31,018.00</u>
	Creditor's mailing address <u>1000 Louisiana St., Ste. 300</u>	All assets of the Debtor.		
		Describe the lien		
		All assets of the Debtor.		
		Is the creditor an insider or related party?		
	Houston TX 77002	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
	Creditor's email address, if known	Is anyone else liable on this claim?		
		<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
	Date debt was incurred	As of the petition filing date, the claim is:		
	Last 4 digits of account number	Check all that apply.		
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed		
	Do multiple creditors have an interest in the same property?			
	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority?			
		<input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority.		
		<input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u>2.1</u>		

Priority and allocation of the secured debt between the Lenders (Amegy Bank, Cadence Bank and Wells Fargo Bank, N.A.) is uncertain.

Fill in this information to identify the case:

Debtor	<u>Axon Rig Concept & Design, LLC</u>
United States Bankruptcy Court for the: <u>SOUTHERN DISTRICT OF TEXAS</u>	
Case number (if known)	<u>17-32332</u>

Check if this is an
amended filing

Official Form 206E/F**Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

No. Go to Part 2.
 Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or part. If more space is needed for priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim	Priority amount
-------------	-----------------

Debtor Axon Rig Concept & Design, LLC

Case number (if known) 17-32332

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If more space is needed for nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim	
3.1	Nonpriority creditor's name and mailing address <u>Ademero, Inc.</u> <u>4798 South Florida Ave., Suite 331</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Lakeland</u> <u>FL</u> <u>33813-2181</u>	<u>\$2,967.00</u>
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.2	Nonpriority creditor's name and mailing address <u>Applied Machinery Corporation</u> <u>20105 Krahm Road</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Spring</u> <u>TX</u> <u>77388</u>	<u>\$5,342.80</u>
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.3	Nonpriority creditor's name and mailing address <u>Aspen Insurance</u> <u>175 Capital Boulevard, Suite 100</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Rocky Hill</u> <u>CT</u> <u>06067</u>	<u>\$50,683.47</u>
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.4	Nonpriority creditor's name and mailing address <u>Axon Downhole Products, Inc.</u> <u>8909 Jackrabbit Road</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Houston</u> <u>TX</u> <u>77095</u>	<u>\$7,956.38</u>
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor Axon Rig Concept & Design, LLC

Case number (if known) 17-32332

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.5	Nonpriority creditor's name and mailing address <u>Axon Drilling Products, Inc.</u> <u>8909 Jackrabbit Road</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$6,065,920.14</u>
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Houston</u> <u>TX</u> <u>77095</u>		
	Date or dates debt was incurred	Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.6	Nonpriority creditor's name and mailing address <u>Axon Employee Holdings, Inc.</u> <u>8909 Jackrabbit Road</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$33,755.89</u>
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Houston</u> <u>TX</u> <u>77095</u>		
	Date or dates debt was incurred	Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.7	Nonpriority creditor's name and mailing address <u>Axon EP, Inc.</u> <u>8909 Jackrabbit Road</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$17,312,133.62</u>
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Houston</u> <u>TX</u> <u>77095</u>		
	Date or dates debt was incurred	Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.8	Nonpriority creditor's name and mailing address <u>Axon Pressure Products, Inc.</u> <u>8909 Jackrabbit Road</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$1,402,214.39</u>
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Houston</u> <u>TX</u> <u>77095</u>		
	Date or dates debt was incurred	Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor Axon Rig Concept & Design, LLCCase number (if known) 17-32332Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.9	Nonpriority creditor's name and mailing address <u>Axon Well Intervention Products, Inc.</u> <u>8909 Jackrabbit Road</u> <u>Houston</u> <u>TX</u> <u>77095</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$252,804.14
		Basis for the claim: <hr/>	
Date or dates debt was incurred <hr/> Last 4 digits of account number <hr/>		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.10	Nonpriority creditor's name and mailing address <u>Bentley Sustaining Infrastructure</u> <u>P.O. Box 828836</u> <u>Philadelphia</u> <u>PA</u> <u>19182-8836</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$9,351.16
		Basis for the claim: <hr/>	
Date or dates debt was incurred <hr/> Last 4 digits of account number <hr/>		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.11	Nonpriority creditor's name and mailing address <u>Drilling Controls, LLC</u> <u>8909 Jackrabbit Road</u> <u>Houston</u> <u>TX</u> <u>77095</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$3,882,080.89
		Basis for the claim: <hr/>	
Date or dates debt was incurred <hr/> Last 4 digits of account number <hr/>		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.12	Nonpriority creditor's name and mailing address <u>DTC, LLC</u> <u>1177 West Loop South, Suite 1550</u> <u>Houston</u> <u>TX</u> <u>77027</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$3,103.15
		Basis for the claim: <hr/>	
Date or dates debt was incurred <hr/> Last 4 digits of account number <hr/>		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor Axon Rig Concept & Design, LLCCase number (if known) 17-32332**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.13	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$2,193,436.00
<u>Energy Products Holding AS</u>		<input type="checkbox"/> Contingent	
<u>fka Axon Energy Products AS</u>		<input type="checkbox"/> Unliquidated	
<u>8909 Jackrabbit Road</u>		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Houston TX 77095</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.14	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Unknown
<u>Ensign International Energy Services</u>		<input checked="" type="checkbox"/> Contingent	
<u>450 Gears Road, Suite 777</u>		<input type="checkbox"/> Unliquidated	
		<input checked="" type="checkbox"/> Disputed	
Basis for the claim:			
<u>Houston TX 77067</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.15	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$48,182.34
<u>Forum Energy Technologies</u>		<input type="checkbox"/> Contingent	
<u>10344 Sam Houston Park Dr.</u>		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Houston TX 77064</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.16	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$589.97
<u>GS Hydro</u>		<input type="checkbox"/> Contingent	
<u>P.O. Box 974383</u>		<input type="checkbox"/> Unliquidated	
		<input checked="" type="checkbox"/> Disputed	
Basis for the claim:			
<u>Dallas TX 75397-4383</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.17	Nonpriority creditor's name and mailing address <u>Gulf Copper & Manufacturing</u> <u>P.O. Box 4979</u> <u>MSC# 400</u> <u>Houston, TX77210</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$20,516.25
		Basis for the claim: <hr/>	
Date or dates debt was incurred _____		Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes	
Last 4 digits of account number _____			
3.18		Nonpriority creditor's name and mailing address <u>JH Walker Inc.</u> <u>11404 Hempstead Rd.</u> <u>Houston</u> <u>TX</u> <u>77092</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
		Basis for the claim: <hr/>	Unknown
Date or dates debt was incurred _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Last 4 digits of account number _____			
3.19		Nonpriority creditor's name and mailing address <u>K&L Gates LLP</u> <u>1000 Main Street, Suite 2550</u> <u>Houston</u> <u>TX</u> <u>77002</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
		Basis for the claim: <hr/>	\$845.00
Date or dates debt was incurred _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Last 4 digits of account number _____			
3.20		Nonpriority creditor's name and mailing address <u>La Quinta Inn & Suites</u> <u>9034 W. Sam Houston Pkwy N.</u> <u>Houston</u> <u>TX</u> <u>77064</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
		Basis for the claim: <hr/>	\$6,321.55
Date or dates debt was incurred _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Last 4 digits of account number _____			

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.21	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$60,000.00
<u>Michael J. Maloney & Associates LLP</u>		<input type="checkbox"/> Contingent	
<u>3401 Allen Parkway, Suite 100</u>		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Houston TX 77019</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
Basis for the claim:			
3.22	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$44,719.52
<u>Morgan, Lewis & Bockius LLP</u>		<input type="checkbox"/> Contingent	
<u>1000 Louisiana, Suite 4200</u>		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Houston TX 77002</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
Basis for the claim:			
3.23	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$5,043.28
<u>Rexel</u>		<input type="checkbox"/> Contingent	
<u>P.O. Box 120713</u>		<input type="checkbox"/> Unliquidated	
<u>Dept 0713</u>		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Dallas TX 75312-0713</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
Basis for the claim:			
3.24	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$36,620.00
<u>Sino Image Limited</u>		<input type="checkbox"/> Contingent	
<u>Unit D, 3/F, Freder Centre</u>		<input type="checkbox"/> Unliquidated	
<u>3 Mok Cheong Street</u>		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Tokwawan, HONG KONG</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor Axon Rig Concept & Design, LLCCase number (if known) 17-32332**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.25	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$2,663.58
<u>SLH Energy LLC (fka Screen Logix, LLC)</u>		<input type="checkbox"/> Contingent	
<u>8909 Jackrabbit Road</u>		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Houston</u> <u>TX</u> <u>77095</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	
3.26	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$6,729.00
<u>Smith Drilling Systems, Ltd.</u>		<input type="checkbox"/> Contingent	
<u>8909 Jackrabbit Road</u>		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Houston</u> <u>TX</u> <u>77095</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	

Debtor Axon Rig Concept & Design, LLC

Case number (if known) 17-32332

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	<u>Ademero, Inc.</u> <u>4644 W. Gandy Blvd., Suite 4450</u> <hr/> <u>Tampa</u> <u>FL</u> <u>33611-3300</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	— — — —
4.2	<u>DTI, LLC</u> <u>P.O. Box 204010</u> <hr/> <u>Dallas</u> <u>TX</u> <u>75320-4010</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	— — — —
4.3	<u>Forum Energy Technologies</u> <u>P.O. Box 203325</u> <hr/> <u>Dallas</u> <u>TX</u> <u>75320-3325</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	— — — —
4.4	<u>Forum Energy Technologies</u> <u>P.O. Box 203440</u> <hr/> <u>Dallas</u> <u>TX</u> <u>75320-3440</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	— — — —
4.5	<u>Forum Energy Technologies</u> <u>8807 W. Sam Houston Pkwy N., Suite 200</u> <hr/> <u>Houston</u> <u>TX</u> <u>77040</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	— — — —
4.6	<u>GS Hydro</u> <u>16405 Air Center Blvd.</u> <hr/> <u>Houston</u> <u>TX</u> <u>77032</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	— — — —

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332**Part 3: Additional Page for Others to Be Notified About Unsecured Claims**

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.7	<u>Gulf Copper & Manufacturing</u> <u>2920 Todd Road</u> <u>Galveston TX 77554</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	_____
4.8	<u>Gulf Copper & Manufacturing</u> <u>5700 Procter Street Extension</u> <u>Port Arthur TX 77642</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	_____
4.9	<u>K&L Gates LLP</u> <u>925 Fourth Avenue, Suite 2900</u> <u>Seattle WA 98104-1158</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	_____
4.10	<u>Rexel</u> <u>Rexel Summers</u> <u>8042 Katy Freeway, Suite 100</u> <u>Houston TX 77024</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	_____
4.11	<u>Rexel</u> <u>P.O. Box 844519</u> <u>Dallas TX 75284-4519</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	_____
4.12	<u>Rexel</u> <u>P.O. Box 766</u> <u>Attn: Credit Department</u> <u>Addison TX 75001-0766</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	_____

Debtor Axon Rig Concept & Design, LLCCase number (if known) 17-32332**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

	Total of claim amounts
5a. Total claims from Part 1	5a. <u>\$0.00</u>
5b. Total claims from Part 2	5b. + <u>\$31,453,979.52</u>
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c. <u>\$31,453,979.52</u>

Fill in this information to identify the case:

Debtor name Axon Rig Concept & Design, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number 17-32332 Chapter 7
(if known)

Check if this is an
amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

Fill in this information to identify the case:

Debtor name	<u>Axon Rig Concept & Design, LLC</u>
United States Bankruptcy Court for the:	<u>SOUTHERN DISTRICT OF TEXAS</u>
Case number (if known)	<u>17-32332</u>

Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
 Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, *Schedules D-G*. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

	Column 1: Codebtor	Column 2: Creditor	Check all schedules that apply:
2.1 ARCD, LLC	<p>Name: <u>8909 Jackrabbit Road</u> Number <u> </u> Street <u> </u></p> <p>City <u>Houston</u> State <u>TX</u> ZIP Code <u>77095</u></p>	<p>Name: <u>Wells Fargo Bank N.A.</u></p>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2 ARCD, LLC	<p>Name: <u>8909 Jackrabbit Road</u> Number <u> </u> Street <u> </u></p> <p>City <u>Houston</u> State <u>TX</u> ZIP Code <u>77095</u></p>	<p>Name: <u>Amegy Bank</u></p>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3 ARCD, LLC	<p>Name: <u>8909 Jackrabbit Road</u> Number <u> </u> Street <u> </u></p> <p>City <u>Houston</u> State <u>TX</u> ZIP Code <u>77095</u></p>	<p>Name: <u>Cadence Bank</u></p>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4 Axon Canadian Holdings, Inc.	<p>Name: <u>8909 Jackrabbit Road</u> Number <u> </u> Street <u> </u></p> <p>City <u>Houston</u> State <u>TX</u> ZIP Code <u>77095</u></p>	<p>Name: <u>Wells Fargo Bank N.A.</u></p>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.5 Axon Canadian Holdings, Inc.	<p>Name: <u>8909 Jackrabbit Road</u> Number <u> </u> Street <u> </u></p> <p>City <u>Houston</u> State <u>TX</u> ZIP Code <u>77095</u></p>	<p>Name: <u>Amegy Bank</u></p>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Debtor

Axon Rig Concept & Design, LLC

Case number (if known) 17-32332

Additional Page if Debtor Has More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor			Column 2: Creditor
			<i>Check all schedules that apply:</i>
Name	Mailing address	Name	<input checked="" type="checkbox"/> D
2.6 Axon Canadian Holdings, Inc.	8909 Jackrabbit Road Number Street	Cadence Bank	<input type="checkbox"/> E/F
	Houston TX 77095 City State ZIP Code		<input type="checkbox"/> G
2.7 Axon Downhole Products, Inc. (Alberta)	fka Axon Downhole Tools, Inc. Number Street	Amegy Bank	<input checked="" type="checkbox"/> D
	8909 Jackrabbit Road		<input type="checkbox"/> E/F
	Houston TX 77095 City State ZIP Code		<input type="checkbox"/> G
2.8 Axon Downhole Products, Inc. (Alberta)	fka Axon Downhole Tools, Inc. Number Street	Cadence Bank	<input checked="" type="checkbox"/> D
	8909 Jackrabbit Road		<input type="checkbox"/> E/F
	Houston TX 77095 City State ZIP Code		<input type="checkbox"/> G
2.9 Axon Downhole Products, Inc. (Alberta)	fka Axon Downhole Tools, Inc. Number Street	Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D
	8909 Jackrabbit Road		<input type="checkbox"/> E/F
	Houston TX 77095 City State ZIP Code		<input type="checkbox"/> G
2.10 Axon Downhole Products, Inc. (Texas)	fka Axon Downhole Tools, Inc. Number Street	Amegy Bank	<input checked="" type="checkbox"/> D
	8909 Jackrabbit Road		<input type="checkbox"/> E/F
	Houston TX 77095 City State ZIP Code		<input type="checkbox"/> G
2.11 Axon Downhole Products, Inc. (Texas)	fka Axon Downhole Tools, Inc. Number Street	Cadence Bank	<input checked="" type="checkbox"/> D
	8909 Jackrabbit Road		<input type="checkbox"/> E/F
	Houston TX 77095 City State ZIP Code		<input type="checkbox"/> G
2.12 Axon Downhole Products, Inc. (Texas)	fka Axon Downhole Tools, Inc. Number Street	Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D
	8909 Jackrabbit Road		<input type="checkbox"/> E/F
	Houston TX 77095 City State ZIP Code		<input type="checkbox"/> G

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332**Additional Page if Debtor Has More Codebtors**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor			Column 2: Creditor	Check all schedules that apply:
Name	Mailing address		Name	
2.13 Axon EP, Inc.	8909 Jackrabbit Road Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.14 Axon EP, Inc.	8909 Jackrabbit Road Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.15 Axon EP, Inc.	8909 Jackrabbit Road Number Street		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.16 Axon France SAS	8909 Jackrabbit Road Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.17 Axon France SAS	8909 Jackrabbit Road Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.18 Axon France SAS	8909 Jackrabbit Road Number Street		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.19 Axon Pressure Products - Houma, LLC	8909 Jackrabbit Road Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			

Debtor

Axon Rig Concept & Design, LLC

Case number (if known) 17-32332

Additional Page if Debtor Has More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor			Column 2: Creditor	
			Check all schedules that apply:	
Name	Mailing address		Name	
2.20 Axon Pressure Products - Houma, LLC	8909 Jackrabbit Road Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.21 Axon Pressure Products - Houma, LLC	8909 Jackrabbit Road Number Street		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.22 Axon Pressure Products Canada, Inc.	8909 Jackrabbit Road Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.23 Axon Pressure Products Canada, Inc.	8909 Jackrabbit Road Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.24 Axon Pressure Products Canada, Inc.	8909 Jackrabbit Road Number Street		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.25 Axon Pressure Products, Inc.	8909 Jackrabbit Road Number Street		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.26 Axon Pressure Products, Inc.	8909 Jackrabbit Road Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332**Additional Page if Debtor Has More Codebtors**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor			Column 2: Creditor	Check all schedules that apply:
Name	Mailing address		Name	
2.27 Axon Pressure Products, Inc.	<u>8909 Jackrabbit Road</u> Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<u>Houston</u> City	<u>TX</u> State	<u>77095</u> ZIP Code	
2.28 Axon Pressure Products, Inc.	<u>8909 Jackrabbit Road</u> Number Street		Aspen Insurance	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
	<u>Houston</u> City	<u>TX</u> State	<u>77095</u> ZIP Code	
2.29 Axon Well Intervention Holdings AS	<u>8909 Jackrabbit Road</u> Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<u>Houston</u> City	<u>TX</u> State	<u>77095</u> ZIP Code	
2.30 Axon Well Intervention Holdings AS	<u>8909 Jackrabbit Road</u> Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<u>Houston, TX 77095</u>			
	<u>Houston</u> City	<u>TX</u> State	<u>77095</u> ZIP Code	
2.31 Axon Well Intervention Holdings AS	<u>8909 Jackrabbit Road</u> Number Street		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<u>Houston</u> City	<u>TX</u> State	<u>77095</u> ZIP Code	
2.32 Axon Well Intervention Products, Inc.	<u>8909 Jackrabbit Road</u> Number Street		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<u>Houston</u> City	<u>TX</u> State	<u>77095</u> ZIP Code	
2.33 Axon Well Intervention Products, Inc.	<u>8909 Jackrabbit Road</u> Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<u>Houston</u> City	<u>TX</u> State	<u>77095</u> ZIP Code	

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332**Additional Page if Debtor Has More Codebtors**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor			Column 2: Creditor	
			<i>Check all schedules that apply:</i>	
Name	Mailing address		Name	
2.34 Axon Well Intervention Products, Inc.	8909 Jackrabbit Road Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<hr/>			
	Houston TX 77095 City State ZIP Code			
2.35 Drilling Controls, LLC	8909 Jackrabbit Road Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<hr/>			
	Houston TX 77095 City State ZIP Code			
2.36 Drilling Controls, LLC	8909 Jackrabbit Road Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<hr/>			
	Houston TX 77095 City State ZIP Code			
2.37 Drilling Controls, LLC	8909 Jackrabbit Road Number Street		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	<hr/>			
	Houston TX 77095 City State ZIP Code			
2.38 Energy Products Holdings AS	fka Axon Energy Products AS Number Street		Amegy Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	8909 Jackrabbit Road			
	<hr/>			
	Houston TX 77095 City State ZIP Code			
2.39 Energy Products Holdings AS	fka Axon Energy Products AS Number Street		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	8909 Jackrabbit Road			
	<hr/>			
	Houston TX 77095 City State ZIP Code			
2.40 Energy Products Holdings AS	fka Axon Energy Products AS Number Street		Aspen Insurance	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
	8909 Jackrabbit Road			
	<hr/>			
	Houston TX 77095 City State ZIP Code			

Debtor

Axon Rig Concept & Design, LLC

Case number (if known) 17-32332

Additional Page if Debtor Has More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor			Column 2: Creditor		
Name	Mailing address	Name	Check all schedules that apply:		
2.41 Pressure Holdings, Inc.	8909 Jackrabbit Road Number Street Houston TX 77095 City State ZIP Code	Amegy Bank	<input checked="" type="checkbox"/> D	<input type="checkbox"/> E/F	<input type="checkbox"/> G
2.42 Pressure Holdings, Inc.	8909 Jackrabbit Road Number Street Houston TX 77095 City State ZIP Code	Cadence Bank	<input checked="" type="checkbox"/> D	<input type="checkbox"/> E/F	<input type="checkbox"/> G
2.43 Pressure Holdings, Inc.	8909 Jackrabbit Road Number Street Houston TX 77095 City State ZIP Code	Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D	<input type="checkbox"/> E/F	<input type="checkbox"/> G
2.44 SLH Energy, LLC	fka Screen Logix LLC Number Street 8909 Jackrabbit Road Houston TX 77095 City State ZIP Code	Amegy Bank	<input checked="" type="checkbox"/> D	<input type="checkbox"/> E/F	<input type="checkbox"/> G
2.45 SLH Energy, LLC	fka Screen Logix LLC Number Street 8909 Jackrabbit Road Houston TX 77095 City State ZIP Code	Cadence Bank	<input checked="" type="checkbox"/> D	<input type="checkbox"/> E/F	<input type="checkbox"/> G
2.46 SLH Energy, LLC	fka Screen Logix LLC Number Street 8909 Jackrabbit Road Houston TX 77095 City State ZIP Code	Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D	<input type="checkbox"/> E/F	<input type="checkbox"/> G
2.47 Smith Drilling Systems LTD	(British Virgin Islands) Number Street 8909 Jackrabbit Road Houston TX 77095 City State ZIP Code	Amegy Bank	<input checked="" type="checkbox"/> D	<input type="checkbox"/> E/F	<input type="checkbox"/> G

Debtor Axon Rig Concept & Design, LLC Case number (if known) 17-32332**Additional Page if Debtor Has More Codebtors**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor			Column 2: Creditor	
			<i>Check all schedules that apply:</i>	
Name	Mailing address		Name	
2.48 Smith Drilling Systems LTD	(British Virgin Islands) Number Street 8909 Jackrabbit Road		Wells Fargo Bank N.A.	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			
2.49 Smith Drilling Systems Ltd.	(British Virgin Islands) Number Street 8909 Jackrabbit Road		Cadence Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Houston TX 77095 City State ZIP Code			

Fill in this information to identify the case:Debtor Name Axon Rig Concept & Design, LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number (if known): 17-32332 Check if this is an amended filingOfficial Form 206Sum**Summary of Assets and Liabilities for Non-Individuals**

12/15

Part 1: Summary of Assets**1. Schedule A/B: Assets--Real and Personal Property (Official Form 206A/B)**

1a. Real property: Copy line 88 from Schedule A/B.....	\$0.00
1b. Total personal property: Copy line 91A from Schedule A/B.....	\$31,018.00
1c. Total of all property Copy line 92 from Schedule A/B.....	\$31,018.00

Part 2: Summary of Liabilities**2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)**

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D.....

\$37,366,788.00

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of Schedule E/F.....	\$0.00
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F.....	+ \$31,453,979.52

4. Total liabilities

Lines 2 + 3a + 3b.....

\$68,820,767.52

Fill in this information to identify the case and this filing:

Debtor Name	<u>Axon Rig Concept & Design, LLC</u>
United States Bankruptcy Court for the:	<u>SOUTHERN DISTRICT OF TEXAS</u>
Case number (if known)	<u>17-32332</u>

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- A Summary of Assets and Liabilities for Non-Individuals* (Official Form 206-Summary)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/01/2017
MM / DD / YYYY

X

Signature of individual signing on behalf of debtor

Jeff Merecka
Printed name

CFO
Position or relationship to debtor